

## Proceeding Memo

**Date:** July 2, 2009 at 10:00 a.m. before the Honorable J. Vincent Aug, Jr., United States Bankruptcy Judge, United States Bankruptcy Court, Cincinnati, Ohio

**Case No. and Debtor(s) Name:** 09-12869, SENCORP, et al., (jointly administered chapter 11 cases)

**Law Clerks:** Daniel Craine

**ECRO:** Melissa Cunningham

**Courtroom Deputy:** Glenn Brown

**Appearances:** Stephen R. Tetro, II, Esq., Josef S. Athanas, Esq. and Ronald E. Gold, Esq. appeared as counsel for the Debtors-in-Possession; Tyson A. Crist, Esq. and Victoria E. Powers, Esq. appeared as attorneys for the Official Committee of Unsecured Creditors; John P. Sieger, Esq. and John A. Schuh, Esq. appeared as attorneys for Bank of America, N.A.; Vincente Matias Murrell, Esq. appeared as counsel for Pension Benefit Guaranty Corporation; Beth A. Silvers, Esq. and Timothy J. Hurley, Esq. appeared as attorneys for Poppers Holding B.V. and Verpa-Senco B.V.; Richard D. Nelson, Esq. appeared as counsel for Geoge Juilfs, Eastgate Development Partners and Techtronic Industries Co., Ltd.; Henry E. Menninger, Jr., Esq. appeared as attorney for Oracle USA, Inc.; Monica V. Kindt, Esq., Assistant U.S. Trustee, appeared on behalf of the United States Trustee.

**Agenda:** Hearing on Debtors' Sales Motion (*see* the Debtors-in-Possession's "amended agenda for matters scheduled for hearing on July 2, 2009" below for specifics)

**Exhibits:** None

**Witness:** Jeffrey Golman, Vice Chairman with Financial Advisor Mesirow Financial, Inc. In addition, the Court accepted the proffer on behalf of Jeffrey Golman provided by Josef S. Athanas, Esq.

**Results:** As delineated on the record, and as described in the amended agenda below, **item 1** (Docs. 248,274) was deemed by the Court as moot; **item 2** (Docs. 212) was granted, however, November 4, 2009 shall be the proof of claim bar date for governmental units/entities, and a date certain shall be provided as a general bar date for filing proofs of claims. Also, Mr. Tetro indicated that the proposed order will inform parties that no proof of claim need be filed on a pension claim (an order to that effect is forthcoming from counsel). As to **item 3**, the Court orally granted the Debtors' sales motion and overruled the objections (*see* Docs. 35,148,164,188,233, 235,236,238,239,240,243,244,254,258,259,260,266,270,272,275 and 276). Regarding said objections, Mr. Athanas stated that no contract shall be assumed as it relates to Docs. 233,235, 239,254 and Ken Morrison's faxed objection. Also, he described the following objections as resolved: (1) Docs. 258, (2) Banc of America Leasing and Capital, LLC's (as assignee to Oracle Credit Corporation) oral objection, (3) Sterling Commerce (America), Inc.'s oral objection, and

(4), CIT Communications Finance Corporation's (original lessor was AT&T Credit Corp.) oral objection. Three objections remain "open issues" and have been continued to the omnibus hearing set for July 15, 2009 at 10:00 a.m. (*see* Docs. 238,240 and the objection(s) by Beth Silvers's clients Poppers Holding B.V. and Verpa-Senco. Pertaining to Ms. Silver's client, 365(n) rights, if any, are reserved. As delineated on the record, an order granting Debtors' sales motion shall be uploaded by counsel. A complete cd [and/or transcript] of this hearing may be obtained by contacting Melissa Cunningham at (513) 684-2572, extension 151.)

**Related Cases:**

09-12872 Sentron Medical, Inc.  
09-12875 Gregg Laboratories, Inc.  
09-12876 TyRex, LLC  
09-12877 SenSource Global Sourcing, LLC  
09-12880 Senco International, Inc.  
09-12881 Omnifast, LLC  
09-12883 Nexicor, LLC  
09-12884 Senco Products, Inc.  
09-12886 Senco Export, Inc.  
09-12887 Global Fastening Solutions, LLC  
09-12890 Agrifast, LLC  
09-12891 S C Financial, Inc.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF OHIO  
WESTERN DIVISION**

In re	)	Chapter 11
	)	
SENCORP, et al., <sup>1</sup>	)	Case No. 09-12869 (JVA)
	)	
	)	Jointly Administered
	)	
Debtors.	)	Honorable J. Vincent Aug, Jr.
	)	

**AMENDED AGENDA FOR MATTERS SCHEDULED  
FOR HEARING ON JULY 2, 2009**

**I. INTRODUCTION**

Set forth below is the agenda for the hearings scheduled for July 2, 2009, at 10:00 a.m. (the "Agenda"). The information contained in the Agenda reflects documents received in our offices or appearing on this Court's docket in these chapter 11 cases as of the date hereof.

**II. 10:00 A.M. HEARINGS**

The Debtors request consideration by this Court of the following Pleadings at the Hearing:

1. Renewed Motion of the Debtors for an Order Authorizing and Approving the Debtors' Employee Incentive Program and Request for an Expedited Hearing [DN 248]

Date Filed:	June 24, 2009
Response Deadline:	July 1, 2009
Responses Filed:	Objection Filed by Official Committee of Unsecured Creditors [DN 274]

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<sup>1</sup> The Debtors in these Chapter 11 cases are: SENCORP, Senco Products, Inc., Senco Export, Inc., SenSource Global Sourcing, LLC, TyRex, LLC, Global Fastening Solutions, LLC, Agrifast, LLC, Nexicor, LLC, Omnifast, LLC, S C FINANCIAL, INC., Senco International, Inc., Sentron Medical, Inc., and Gregg Laboratories, Inc.

Related Pleadings: Motion to Expedite Hearing [DN 249]  
Order Granting Motion Expedite Hearing [DN 255]  
Notice of Motion Scheduling an Expedited Hearing [DN 257]  
Status: Will request entry of the proposed order granting Motion at the hearing.

2. Motion and Notice of Motion for an Order (I) Fixing a Bar Date for Filing Proofs of Claim or Interest Pursuant to Bankruptcy Rule 3003(C)(3), (II) Approving Proof of Claim Form and (III) Approving the Form and Manner of Notice and Publication of Bar Date [DN 212]

Date Filed: June 10, 2009  
Response Deadline: June 25, 2009  
Responses Filed: None  
Related Pleadings: N/A  
Status: Request entry of the proposed order granting Motion.

3. Motion Pursuant to 11 U.S.C. §§ 105(A), 363, 365, and Bankruptcy Rules 2002, 6004, 6006 for (I) Entry of an Order (A) Establishing Bidding and Auction Procedures Related to the Sale of All of the Debtors Assets; (B) Approving Bid Protections for the Sale of the Debtors Assets; (C) Scheduling an Auction and Sale Hearing for the Sale of the Debtors Assets; (D) Establishing Certain Notice Procedures for Determining Cure Amounts for Executory Contracts and Leases to be Assigned; and (E) Granting Certain Related Relief; and (II) Entry of an Order (A) Approving the Sale of the Debtors Assets Free and Clear of all Liens, Claims, Encumbrances and Interests; and (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases [DN 35]

Date Filed: May 8, 2009  
Response Deadline: June 26, 2009

Responses Filed:

Objection to Notice of Cure Amounts Filed by Kip J Bailey [DN 233]

Objection to Notice of Cure Amounts Filed by Techtronic Industries Co., Ltd [DN 235]

Opposition Motion to assume Lease or Executory Contract and Notice of Cure Amount Filed by Bias Corporation (now Oracle USA, Inc. as successor-in-interest) [DN 238]

Objection to Notice of Cure Amounts Filed by Broadwell Factory Group, LLC and BRL Development Company, LLC [DN 239]

Objection Filed by Simes Senco, S.A. [DN 240] (Resolved)

Objection to Notice of Cure Amounts Filed by Techtronic Industries Co., Ltd [DN 254]

Objection Filed by Micronics, Inc. [DN 258]

Limited Objection Filed by Pension Benefit Guaranty Corporation [DN 259]

Objection Filed by Official Committee of Unsecured Creditors [DN 260]

Joinder and Response Filed by Bank of America, NA [DN 270]

Limited Objection to Notice of Assumption and Assignment and Response to Debtors' Sale Motion Filed by Poppers Holding B.V. and Verpa-Senco B.V. [DN 276]

Banc of America Leasing and Capital, LLC (as assignee to Oracle Credit Corporation) Oral Objection (Resolved)

Sterling Commerce (America), Inc. Oral Objection (Resolved)

CIT Communications Finance Corp. (original lessor was AT&T Credit Corp) Oral Objection (Resolved)

Ken Morrison Faxed Objection

Related Pleadings:

Notice of Revised Proposed Order [DN 148]

Order [DN 161]

Notice of Sale of Certain Assets, Free and Clear of Liens, Claims, Encumbrances and Interests [DN 164]

Notice of Cure Amounts with Respect to Executory Contracts or Unexpired Leases to be Assumed and Assigned [DN 188]

Supplemental Notice of Cure Amounts with Respect to Executory Contracts or Unexpired Leases to be Assumed and Assigned [DN 236]

Notice of Cancellation of Auction, of Successful Bidder and of Assumption and Assignment of Executory Contracts or Unexpired Leases [DN 266]

Omnibus Response to Objections Filed by Debtor In Possession SENCORP [DN 272]

Notice of Assumption and Assignment of Executory Contracts or Unexpired Leases [DN 275]

Status:

Objections to be addressed at the hearing (summary of responses to objections to be provided prior to or at the hearing). Will request entry of the revised proposed order granting approval of the sale at the hearing.

Dated: July 2, 2009  
Cincinnati, OH

Respectfully submitted,

**LATHAM & WATKINS LLP**

Josef S. Athanas  
Stephen R. Tetro II  
Sears Tower, Suite 5800  
233 South Wacker Drive  
Chicago, Illinois 60606-6401  
Telephone: (312) 876-7700  
Facsimile: (312) 993-9767

- and -

**FROST BROWN TODD LLC**

By: /s/ Ronald E. Gold  
Ronald E. Gold, Esq. (0061351)  
Beth A. Buchanan, Esq. (0068430)  
2200 PNC Center  
201 East Fifth Street  
Cincinnati, Ohio 45202  
Telephone: (513) 651-6800  
Facsimile: (513) 651-6981  
Email: rgold@fbtlaw.com  
Email: bbuchanan@fbtlaw.com

**ATTORNEYS FOR DEBTORS  
AND DEBTORS-IN-POSSESSION**